

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re	:	Chapter 11
	:	
W.R. Grace & Co., <i>et al.</i>	:	Case No. 01-01139 JKF
	:	
Debtors.	:	

**OBJECTIONS OF GOVERNMENT EMPLOYEES INSURANCE COMPANY,  
REPUBLIC INSURANCE COMPANY, SEATON INSURANCE COMPANY,  
AND ONEBEACON AMERICA INSURANCE COMPANY TO THE  
PHASE II TRIAL EXHIBITS PROFFERED BY PLAN PROPONENTS  
AND RESERVATION OF EVIDENTIARY OBJECTIONS AS TO  
PHASE II TRIAL EXHIBITS PROFFERED BY ALL PARTIES**

Pursuant to the Fourth Amended Case Management Order Related to the First Amended Joint Plan of Reorganization (D.I. 22819), Government Employees Insurance Company, Republic Insurance Company n/k/a Starr Indemnity & Liability Company, Seaton Insurance Company, and OneBeacon America Insurance Company (collectively, the “Objecting Parties”) hereby object to certain of the Plan Proponents’ Phase II Trial Exhibits. The Objecting Parties further reserve the right to object on relevance, hearsay, foundational or other evidentiary grounds to any exhibit at the time it is offered into evidence at Phase II of the Confirmation Hearing.

The Objecting Parties object to the admission of certain of the Plan Proponents’ proffered Phase II trial exhibits, listed on the attached Schedule A hereto, on the grounds that said trial exhibits are, *inter alia*, irrelevant, hearsay, and untimely.

Specifically, Plan Proponents proffer several documents pertaining to other bankruptcy cases that have absolutely no relevance to these Debtors, nor to the Plan or Plan Documents. Plan Proponents also proffer deposition and trial transcripts and other

materials that have no relevance as to Objecting Parties.

In addition, many of Plan Proponents' proffered trial exhibits are hearsay, both generally and specifically as against Objecting Parties. Plan Proponents proffer reports by their own experts, letters authored by their own counsel, and various briefs and motion papers filed on their own behalf, and they proffer settlement agreements and orders as to which the Objecting Parties were not party, nor were they provided with any notice prior to execution.

Accordingly, the various trial exhibits proffered by Plan Proponents and identified on Schedule A hereto are not admissible over objection.

Respectfully submitted,

Dated: September 1, 2009

/s/ David P. Primack

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